

Suggestion Award Payments

DELPHI CORPORATION

September 18, 2003

International Union, United Automobile
Aerospace and Agricultural Implement
Workers of America, UAW
8000 East Jefferson Avenue
Detroit, MI 48214

Attn: Mr. Richard Shoemaker
Vice President and Director
General Motors Department

Dear Mr. Shoemaker:

During these negotiations, the parties discussed the
process for Employees to defer Suggestion Award
Payments into their Personal Savings Plan (PSP)
account. It was noted that Employees currently have
the ability to defer their Suggestion Award Payments,
up to the maximum Plan contribution rate.

The Union requested that Employees be permitted to
defer up to 100% of their Suggestion Award Payments
into the PSP. The parties discussed the payment
process for Suggestion Award Payments with the
expectation of implementing a lump sum deferral
feature of 100% of such payment into the PSP, up to the
annual IRS dollar limits.

Suggestion Award Payments

The implementation date of the PSP deferral feature on Suggestion Award Payments will commence on or before January 1, 2005. This is due to the programming requirements for the Payroll System as well as the establishment of necessary financial and administrative processes, including a separate deferral election for an Employee's Suggestion Award.

Very truly yours,

DELPHI CORPORATION

Kevin M. Butler

Vice President

Human Resource Management

Accepted and Approved:

INTERNATIONAL UNION, UNITED AUTOMOBILE,
AEROSPACE AND AGRICULTURAL IMPLEMENT
WORKERS OF AMERICA, UAW

By: Richard Shoemaker

529 College Savings Plan(s)

DELPHI CORPORATION

September 18, 2003

International Union, United Automobile
Aerospace and Agricultural Implement
Workers of America, UAW
8000 East Jefferson Avenue
Detroit, MI 48214

Attn: Mr. Richard Shoemaker
Vice President and Director
General Motors Department

Dear Mr. Shoemaker:

During these negotiations, the parties discussed the
Union's interest in communicating information
regarding 529 College Savings Plan(s) to hourly
Employees. To this end, the parties agreed that Delphi
will prepare a communication brochure intended to
inform hourly Employees on the advantages of
establishing a 529 College Savings Plan(s).

The decision to participate in a 529 College Savings
Plan(s) will be on a voluntary basis handled directly
between the employee and the plan's respective
provider. It is clearly understood that neither Delphi
nor the Union will have any administrative or fiduciary
responsibility with regard to these 529 College Savings
Plan(s).

Very truly yours,

DELPHI CORPORATION

Kevin M. Butler
Vice President
Human Resource Management

Accepted and Approved:

INTERNATIONAL UNION, UNITED AUTOMOBILE
AEROSPACE AND AGRICULTURAL IMPLEMENT
WORKERS OF AMERICA, UAW

By: Richard Shoemaker

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